

STATE OF SOUTH CAROLINA

(Caption of Case)

Petition for approval to transfer of all of Progress Telecom, LLC's South Carolina operations, including Progress Telecom's assets and customers in South Carolina, to Level Three Communications, LLC ("Level Three"), and to Cancel Progress Telecom's Certificate of Public Convenience and Necessity.

BEFORE THE  
PUBLIC SERVICE COMMISSION  
OF SOUTH CAROLINA

COVER SHEET

DOCKET  
NUMBER: 2008 - - C

(Please type or print)

Submitted by: John J. Pringle, Jr.

Address: Ellis, Lawhorne & Sims, PA

PO Box 2285

Columbia SC 29202

SC Bar Number: 11208

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Other:

Email: jpringle@ellislawhorne.com

NOTE: The cover sheet and information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is required for use by the Public Service Commission of South Carolina for the purpose of docketing and must be filled out completely.

DOCKETING INFORMATION (Check all that apply)

☐ Emergency Relief demanded in petition

☐ Request for item to be placed on Commission's Agenda expeditiously

☐ Other:

INDUSTRY (Check one)

- ☐ Electric  
☐ Electric/Gas  
☐ Electric/Telecommunications  
☐ Electric/Water  
☐ Electric/Water/Telecom.  
☐ Electric/Water/Sewer  
☐ Gas  
☐ Railroad  
☐ Sewer  
☒ Telecommunications  
☐ Transportation  
☐ Water  
☐ Water/Sewer  
☐ Administrative Matter  
☐ Other: \_\_\_\_\_

NATURE OF ACTION (Check all that apply)

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> Affidavit                 | <input type="checkbox"/> Letter                            | <input type="checkbox"/> Request                   |
| <input type="checkbox"/> Agreement                 | <input type="checkbox"/> Memorandum                        | <input type="checkbox"/> Request for Certification |
| <input type="checkbox"/> Answer                    | <input type="checkbox"/> Motion                            | <input type="checkbox"/> Request for Investigation |
| <input type="checkbox"/> Appellate Review          | <input type="checkbox"/> Objection                         | <input type="checkbox"/> Resale Agreement          |
| <input checked="" type="checkbox"/> Application    | <input type="checkbox"/> Petition                          | <input type="checkbox"/> Resale Amendment          |
| <input type="checkbox"/> Brief                     | <input type="checkbox"/> Petition for Reconsideration      | <input type="checkbox"/> Reservation Letter        |
| <input type="checkbox"/> Certificate               | <input type="checkbox"/> Petition for Rulemaking           | <input type="checkbox"/> Response                  |
| <input type="checkbox"/> Comments                  | <input type="checkbox"/> Petition for Rule to Show Cause   | <input type="checkbox"/> Response to Discovery     |
| <input type="checkbox"/> Complaint                 | <input type="checkbox"/> Petition to Intervene             | <input type="checkbox"/> Return to Petition        |
| <input type="checkbox"/> Consent Order             | <input type="checkbox"/> Petition to Intervene Out of Time | <input type="checkbox"/> Stipulation               |
| <input type="checkbox"/> Discovery                 | <input type="checkbox"/> Prefiled Testimony                | <input type="checkbox"/> Subpoena                  |
| <input type="checkbox"/> Exhibit                   | <input type="checkbox"/> Promotion                         | <input type="checkbox"/> Tariff                    |
| <input type="checkbox"/> Expedited Consideration   | <input type="checkbox"/> Proposed Order                    | <input type="checkbox"/> Other: _____              |
| <input type="checkbox"/> Interconnection Agreement | <input type="checkbox"/> Protest                           |  |
| <input type="checkbox"/> Interconnection Amendment | <input type="checkbox"/> Publisher's Affidavit             |  |
| <input type="checkbox"/> Late-Filed Exhibit        | <input type="checkbox"/> Report                            |  |



# ELLIS:LAWHORNE

John J. Pringle, Jr.  
Direct dial: 803/343-1270  
[jpringle@ellislawhorne.com](mailto:jpringle@ellislawhorne.com)

September 30, 2008

**FILED ELECTRONICALLY**

The Honorable Charles L.A. Terreni  
Chief Clerk  
**South Carolina Public Service Commission**  
Post Office Drawer 11649  
Columbia, South Carolina 29211

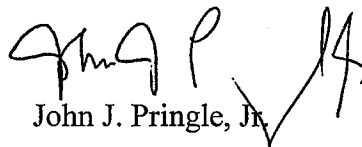
RE: Petition for approval to transfer of all of Progress Telecom, LLC's South Carolina operations, including Progress Telecom's assets and customers in South Carolina, to Level Three Communications, LLC ("Level Three"), and to Cancel Progress Telecom's Certificate of Public Convenience and Necessity  
**Docket No. 2008-\_\_\_\_-C, Our ELS No. 1272-11617**

Dear Mr. Terreni:

Enclosed is the **Application** filed by Progress Telecom, LLC in the above-referenced matter.

If you have any questions or need additional information, please do not hesitate to contact me.

Very truly yours,

  
John J. Pringle, Jr.

JJP/cr

cc: Office of Regulatory Staff Legal Department [via electronic mail service]  
Greg Diamond, Esquire [via electronic mail service]

Enclosures

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF SOUTH CAROLINA**

In Re: Petition of Progress Telecom LLC  
for Cancellation of Progress Telecom LLC's  
Certificate of Public Convenience and Necessity

Docket No. \_\_\_\_\_

**PETITION FOR APPROVAL OF THE TRANSFER OF ASSETS AND  
CUSTOMERS AND CANCELLATION OF CERTIFICATE OF PUBLIC  
CONVENIENCE AND NECESSITY**

Progress Telecom LLC ("Progress Telecom") pursuant to S.C. Code Ann. § 58-310 and other applicable law, requests that the South Carolina Public Service Commission (the "Commission") approve the transfer of Progress Telecom's assets and customers to Level 3 Communications, LLC ("Level 3"), its parent company, and cancel Progress Telecom's certificate of public convenience and necessity. In support, Progress Telecom state as follows:

1. Progress Telecom is a facilities-based telecommunications company with authority to provide intrastate local exchange and exchange access telephone service in South Carolina.<sup>1</sup> Progress Telecom's address is 1025 Eldorado Blvd., Broomfield, CO 80021. Level 3 is the parent company of Progress Telecom, having purchased all of the issued and outstanding stock of Progress Telecom in 2006.

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<sup>1</sup> The Commission originally issued a Certificate of Public Convenience and Necessity ("CPCN") was to CaroNet, Inc. ("CaroNet") on November 14, 1995 by Order No. 1995-1681 issued in Docket No. 1995-993-C. On September 17, 1998, by Order No. 98-722 issued in Docket No. 1998-259-C, the Commission approved the transfer of CaroNet's CPCN to Interpath Communications, Inc. ("Interpath"). On October 24, 2000, the Commission issued Order No. 2000-864 approving a name change from Interpath to CaroNet. On August 12, 2002, the Commission approved the transfer of CaroNet's CPCN to Progress Telecom Corporation ("Progress Telecom"). On November 17, 2003, Progress Telecom notified the Commission that the company had been converted to a limited liability company.

2. Level 3 is a facilities-based telecommunications company that has authority to provide competitive intrastate local exchange services and intraexchange services in South Carolina.<sup>2</sup> Level 3's address is 1025 Eldorado Blvd., Broomfield, CO 80021.

3. The name and address of Progress Telecom's and Level 3's representative in this proceeding is:

Gregory T. Diamond  
Corporate Counsel  
Level 3 Communications  
1025 Eldorado Blvd.  
Broomfield, CO 80021  
Tel: 720-888-3148  
Fax: 720-888-5134  
Email: [greg.diamond@level3.com](mailto:greg.diamond@level3.com)

and

John J. Pringle, Jr.  
Ellis, Lawhorne & Sims, P.A.  
P.O. Box 2285  
Columbia, SC 29202-2285  
Tel: 803-343-1270  
Fax: 803-799-8479  
Email: [jpringle@ellislawhorne.com](mailto:jpringle@ellislawhorne.com)

4. For the past several years Level 3 has been integrating the networks and systems of its various subsidiaries, including Progress Telecom. As a result, the independent existence of many of Level 3 certificated subsidiaries has become *pro forma*. In order to streamline and better organize the business and operations of Level 3's various operating companies, Progress Telecom will be merged into Level 3. Progress Telecom's South Carolina customers will then become Level 3 customers.

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<sup>2</sup> Level 3's CPCN was issued on November 2, 1998 in Docket No. 98-353-C by Order No. 98-855.

5. The transfer of customers from Progress Telecom to Level 3 will have no adverse impact on customers. The Progress Telecom customers will continue to receive their existing services over the same facilities and at the same rates, terms and conditions that they have prior to the transfer and any future changes in the rates, terms and conditions of service will be made consistent with Commission requirements. The bills Progress Telecom customers receive prominently identify Progress Telecom as a Level 3 company and, as such, the transfer will not cause customer confusion. Immediately following the transfer, existing customers will continue to receive service under the same billing system, and the proposed transfer will not involve any interruption or discontinuation of service or customer terminations.

6. Level 3 will provide advance written notice to the affected customers at least thirty (30) days prior to the transfer to ensure a seamless transition and to avoid customer confusion or inconvenience. A copy of the notification letter is attached as **Exhibit A.**

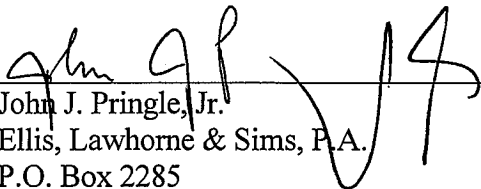
7. Level 3 will file amended tariffs to include both all grandfathered legacy Progress Telecom services and all legacy Progress Telecom services that will continue to be marketed by Level 3. Customers transferred from Progress Telecom to Level 3 will not experience any change in their telecommunications services. The only change will be their new provider.

8. The proposed transfer is in the public interest. The transfer will be transparent to customers and will have no adverse impact. Existing Progress Telecom customers will be notified of the change and will receive the same services at the same rates, terms and conditions.

9. Progress Telecom will file its final reports with the ORS within 30 days of the effective date of the transfer, and will be responsible for all such regulatory fees and charges accruing prior to the date of the transfer..

WHEREFORE, Progress Telecom requests that the Commission approve the transfer of its South Carolina customers to Level 3, cancel its certificate of public convenience and necessity, and grant such other relief as is just and proper.

Respectfully submitted:



John J. Pringle, Jr.  
Ellis, Lawhorne & Sims, P.A.  
P.O. Box 2285

Columbia, SC 29202-2285  
Telephone: (803) 343-1270  
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Email: [jpringle@ellislawhorne.com](mailto:jpringle@ellislawhorne.com)

September 30, 2008  
Columbia, South Carolina

# **Exhibit A**

Progress/Level 3 Logos

Date

**IMPORTANT NOTICE REGARDING YOUR SERVICES FROM PROGRESS  
TELECOM**

Dear Progress Telecom Customer:

Level 3 Communications, LLC ("Level 3") became the parent company of Progress Telecom in 2006. We are now pleased to announce that the services you receive from Progress Telecom will now be provided by Level 3. As an existing customer, the only change you will see will be a change in the name of your provider from Progress Telecom to Level 3. Otherwise, your services will remain with the Level 3 family of companies.

You will continue to use the same services you currently do and, of course, there will be no fees or charges to you in connection with this transfer and there will be no disruption in service. As a Level 3 customer, you will continue to receive services at the same rates, terms and conditions specified in your existing contract with Progress Telecom or, if applicable, filed and/or posted tariffs and/or price lists.

Level 3 anticipates the date of the transfer will be \_\_\_\_\_, 2008, provided any necessary regulatory approvals have been obtained; and, at that time, the name of your service provider will become Level 3.

If you have any questions about the transfer or about Level 3 in general, please visit [www.level3.com](http://www.level3.com) or call 800-\_\_\_\_-\_\_\_\_. For all questions regarding billing, repairs, service needs or complaints, please contact Level 3 at 800-\_\_\_\_-\_\_\_\_.

We look forward to continuing to provide service to you.

Cordially,

Level 3 Communications



# **Exhibit B**

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

DOCKETING DEPARTMENT

NOTICE OF FILING AND HEARING

DOCKET NO. 2008-\_\_\_\_-C

Progress Telecom, LLC ("Progress Telecom" or ("Applicant")) has filed an Application with the Public Service Commission of South Carolina ("Commission"), pursuant to S.C. Code Ann. §58-9-310 and the rules and regulations of the Commission, requesting that the Commission approve the transfer of all of Progress Telecom's South Carolina operations, including Progress Telecom's assets and customers in South Carolina, to Level Three Communications, LLC ("Level Three"), and cancel Progress Telecom's certificate of public convenience and necessity.

A copy of the application is on file in the offices of the Commission, 101 Executive Center Drive, Columbia, South Carolina 29210, the Commission's website at [www.psc.sc.gov](http://www.psc.sc.gov), and is available from John J. Pringle, Jr., Esquire, Ellis, Lawhorne & Sims, PA, P.O. Box 2285, Columbia, South Carolina 29202.

**PLEASE TAKE NOTICE** a hearing on the above matter has been scheduled to begin at \_\_\_\_ a.m. on \_\_\_\_\_, 2008, before Hearing Examiner David Butler, Esquire in the Commission's Law Library at 101 Executive Center Drive, Saluda Building, Columbia, South Carolina 29210.

Any person who wishes to participate in this matter, as a party of record with the right of cross-examination should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before \_\_\_\_\_, 2008, and indicate the amount of time required for his presentation. Please include an email address for receipt of future Commission correspondence in the Petition to Intervene. *Please refer to Docket No. 2008-\_\_\_\_-C.*

Any person who wishes to testify and present evidence at the hearing, should notify the Docketing Department, in writing, at the address below, the Office of Regulatory Staff at Post Office Box 11263, Columbia, South Carolina 29211, and John J. Pringle, Jr., Esquire, at the above address, on or before \_\_\_\_\_, 2008, and indicate the amount of time required for his presentation. *Please refer to Docket No. 2008-\_\_\_\_-C.*

Any person who wishes to be notified of any change in the hearing, but does not wish to present testimony or be a party of record, may do so by notifying the Docketing Department, in writing, at the address below on or before \_\_\_\_\_ 2008. *Please refer to Docket No. 2008-\_\_\_\_-C.*

**PLEASE TAKE NOTICE:** Any person who wishes to have his or her comments considered as part of the official record of this proceeding **MUST** present such comments, in person, to the Commission during the hearing.

Persons seeking information about the Commission's Procedures should contact the Commission at (803) 896-5100.

Public Service Commission of South Carolina  
Attn: Docketing Department  
Post Office Drawer 11649  
Columbia, South Carolina 29211

\_\_\_\_\_, 2008